

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

Morning Session
Set: 9:30 AM
Started: 9:30 AM
Ended: 12:07 PM

Afternoon Session:
Set: 1:10 PM
Started: 1:13 PM
Ended: 4:17 PM

MINUTES OF PROCEEDINGS

BEFORE HONORABLE LAURA TAYLOR SWAIN

DATE August 9, 2017

COURTROOM DEPUTY: Carmen Tacoronte

COURT REPORTER: Amy Walker

In Re: The Financial Oversight & Management Board for Puerto Rico <i>as representative of</i> The Commonwealth of Puerto Rico, <i>et al.</i> Debtors	3:17-BK-3283 (LTS) (Jointly Administered)
In Re: Financial Oversight & Management Board for Puerto Rico <i>as representative of</i> Puerto Rico Electric Power Authority Debtor	3:17-BK-4780 (LTS)
Assured Guaranty Corp., et al. Plaintiff v. Commonwealth of Puerto Rico, et al.	17-AP-125 (LTS) in 17-BK-3283 (LTS)

Omnibus Hearing
August 9, 2017

Defendants	
<p>The Bank of New York Mellon</p> <p>Plaintiff</p> <p>v.</p> <p>Puerto Rico Sales Tax Financing Corporation (COFINA), et al.</p> <p>Defendants</p>	<p>17-AP-133 (LTS) in 17-BK-3284 (LTS)</p>
<p>Peaje Investment, LLC</p> <p>Plaintiff</p> <p>v.</p> <p>Puerto Rico Highways and Transportation Authority, et al.</p> <p>Defendants</p>	<p>17-AP-151 (LTS) in 17-BK-3567 (LTS)</p>
<p>Peaje Investment, LLC</p> <p>Plaintiff</p> <p>v.</p> <p>Puerto Rico Highways and Transportation Authority, et al.</p> <p>Defendants</p>	<p>17-AP-152 (LTS) in 17-BK-3283 (LTS)</p>

Omnibus Hearing held.

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Remarks by Chief Bankruptcy Judge Barbara Houser heard. Magistrate Judge Dein was also present in court.

Arguments on pending motions heard:

Uncontested matters:

1. Revised Motion of Debtors for Order Approving Stipulation Providing Procedure to Resolve Commonwealth-COFINA Dispute [Case No. 17-3283, ECF No. 718].
2. Application for Order, Pursuant to Bankruptcy Code Section 1103(a) and Local Bankruptcy Rule 2014-1(e) Authorizing Employment and Retention of Paul Hastings LLP as Counsel to Official Committee of Unsecured Creditors, Effective as of June 26, 2017 [Case No. 17-3283, ECF No. 610].
3. Application for Order, Pursuant to Bankruptcy Code Section 1103(a) and Local Bankruptcy Rule 2014-1(e) Authorizing Employment and Retention of O'Neill & Gilmore Law Office LLC, as Local Counsel to Official Committee of Unsecured Creditors, Effective as of June 26, 2017 [Case No. 17- 3283, ECF No. 611].
4. Application of Official Committee of Unsecured Creditors of Commonwealth of Puerto Rico for Entry of Order Authorizing Employment and Retention of Zolfo Cooper, LLC as Financial Advisor, Effective as of June 27, 2017 [Case No. 17-3283, ECF No. 615].
5. Application of the Official Committee of Retired Employees of the Commonwealth Of Puerto Rico for Order Approving the Employment of Jenner & Block LLP [Case No. 17-3283, ECF No. 670].
6. Application of the Official Committee of Retired Employees of the Commonwealth Of Puerto Rico for Order Approving the Employment of Segal Consulting [Case No. 17-3283, ECF No. 671].
7. Application of the Official Committee of Retired Employees of the Commonwealth of Puerto Rico for Order Approving the Employment of Bennazar, Garcia & Milian, CSP [Case No. 17-3283, ECF No. 683].
8. Motion of Official Committee of Unsecured Creditors for Order, Under Bankruptcy Code Sections 105(a), 107(b), 1102(b)(3) and 1103 and Bankruptcy Rule 9018, (I) Clarifying Scope of and Establishing Procedures in Connection with Creditor Access to Information and (II) Retaining Prime Clerk LLC as Information Services Agent in Connection Therewith [Case No. 17-3283, ECF No. 690].

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9. Debtors Entities' Motion to Further Amend First Amended Notice, Case Management and Administrative Procedures to Incorporate Revised Protocol for Stay Relief Motions [Case No. 17-3283, ECF No. 715; Case No. 17-4780, ECF No. 112].
10. PREPA's Motion for Entry of Order (A) Approving Form of Notice of Commencement of Title III Case and (B) Manner of Service and Publication Thereof [Case No. 17-4780, ECF No. 91].
11. PREPA's Motion for Entry of Order (A) Fixing Date to File Creditor Matrix and List of Creditors and (B) Waiving Local Bankruptcy Rule 1007-1 [Case No. 17-4780, ECF No. 92].
12. Motion for Entry of Order Extending Time to Assume or Reject Unexpired Leases of Nonresidential Real Property Pursuant to Bankruptcy Code Section 365(d)(4) [Case No. 17-3283, ECF No. 705].
13. Application of PREPA for Entry of Order Authorizing Employment and Payment of Epiq Solutions, LLC as Solicitation, Notice, and Claims Agent, Nunc Pro Tunc to the Petition Date [Case No. 17-4780, ECF No. 93].
14. Notice of Presentment of Order (a) Prohibiting Utilities from Altering, Refusing, or Discontinuing Service, (b) Deeming Utilities Adequately Assured of Future Performance, and (c) Establishing Procedures for Determining Adequate Assurance of Payment [Case No. 17-3283, ECF No. 658].
15. PREPA's Motion for Entry of Order (A) Prohibiting Utilities from Altering, Refusing, or Discontinuing Service, (B) Deeming Utilities Adequately Assured of Future Performance, and (C) Establishing Procedures for Determining Adequate Assurance of Payment [ECF No. 17-4780, ECF No. 96].
16. Motion for Relief from Automatic Stay [Case No. 17-3567, ECF No. 180]. ***Verbally withdrawn by movant's counsel in open court.***

Adjourned matters:

1. Motion of Official Committee of Unsecured Creditors for Order, Under Bankruptcy Rule 2004, Authorizing Discovery Program with Respect to Certain Causes of Puerto Rico Financial Crisis) [Case No. 17-3283, ECF No. 706]. ***The hearing will be held in Massachusetts. Magistrate Judge Dein will issue an order accordingly.***

Contested Matters (morning session):

5. Interim Fee Compensation Procedures
 - a. Motion of Debtors Pursuant to PROMESA Section 317 and Bankruptcy Code Section 105(a) for Entry of an Order Setting Procedures for Interim

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Compensation and Reimbursement of Expenses of Professionals [Case No. 17-3283, ECF No. 716].

- b. Motion of PREPA Pursuant to PROMESA Section 317 and Bankruptcy Code Section 105(a) for Entry of Order Setting Procedures for Interim Compensation And Reimbursement of Expenses of Professionals [Case No. 17-4780, ECF No. 113]
7. Motion Requesting Appointment of Additional Committee of Government Employees and Active Pension Plan Participants or, in the Alternative, for the Reconstitution of the Retiree Committee [Case No. 17-3283, ECF No. 692].
8. Ad Hoc Puerto Rico Municipalities Committee's Request for an Order Pursuant to 48 U.S.C. §2161 and 11 U.S.C. §1102 Directing the Appointment of an Official Puerto Rico Municipalities Committee [Case No. 17-3283, ECF No. 709].
9. Motion of the General Obligation Bondholders to Reconstitute the Official Committee of Unsecured Creditors Pursuant To 11 U.S.C. §§ 105(a) And 1102(a)(4) [Case No. 17-3283, ECF No. 694].
10. Motion of Ad Hoc Group of PREPA Bondholders, National Public Finance Guaranty Corporation, Assured Guaranty Corp., Assured Guaranty Municipal Corp., and Syncora Guarantee Inc. for Relief from the Automatic Stay to Allow Movants to Enforce Their Statutory Right to Have a Receiver Appointed [Case No. 17-4780, ECF No. 74].

Contested matters (afternoon session):

1. Motion of Official Committee of Unsecured Creditors for Leave to Intervene Under Bankruptcy Rule 7024 [Case No. 17- ap-125, ECF No. 37]
2. Motion of Official Committee of Unsecured Creditors for Leave to Intervene Under Bankruptcy Rule 7024 [Case Nos. 17-ap-151, ECF No. 124; Case No. 17-ap-152, ECF No. 116].
3. Motion of COFINA Senior Bondholders' Coalition for (I) Modification of the Order Granting Interpleader, or (II) in the Alternative, Clarification of the Interpleader Memorandum Opinion and Intervention Denial Order [Case No. 17-ap-133, ECF No. 290].

Adjourned matters until the next Omnibus Hearing:

1. Tamrio Motion to Compel. Motion to Compel the Puerto Rico Highways and Transportation Authority to Assume or Reject Executory Contracts [Case No. 17-3283, ECF No. 614].

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2. Constructora Santiago II, Corp. Motion to Compel. Motion to Compel the Puerto Rico Highways and Transportation Authority to Assume or Reject Executory Contracts [Case No. 17-3283, ECF No. 627].
3. Ferrovial SA Motion to Compel. Motion to Compel the Puerto Rico Highways and Transportation Authority to Assume or Reject Executory Contracts [Case No. 17-3283, ECF No. 685].
4. Ferrovial Agroman LLC Motion to Compel. Motion to Compel the Puerto Rico Highways and Transportation Authority to Assume or Reject Executory Contracts [Case No. 17-3283, ECF No. 686].

Orders to be issued.

s/Carmen Tacoronte
Carmen Tacoronte
Courtroom Deputy Clerk